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KARL MORELL

RECORDATION NO. 19295-A
FILED

SEP 30 '98

2-30PM

kmorell@bjllp.com

September 30, 1998

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Suite 715
Washington, DC 20423-0001

Dear Secretary Williams:

Enclosed is the original and one certified copy of the document described below,
to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Release, a secondary document, dated September 29, 1998.
The primary document to which the Release is connected is recorded under Recordation No.
19295. We request that this document be recorded under Recordation No. 19295- A.

The name and address of the party to the Release are:

Secured Party:

Wells Fargo Bank (Colorado), formerly First Interstate Bank of Denver, N.A.
633 Seventeenth Street
Denver, CO 80270

A description of the equipment covered by the Release consists of: NCRC 5315
and NCRC 5332.

A fee of \$26.00 is enclosed. Please return one original to:

Karl Morell
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

BALL JANIK LLP

The Honorable Vernon A. Williams
September 30, 1998
Page 2

A short summary of the document to appear in the index follows: a Release by Wells Fargo Bank (Colorado), N.A., formerly First Interstate Bank of Denver, N.A., 633 Seventeenth Street, Denver, CO 80270, covering locomotives: NCRC 5315 and NCRC 5332.

Sincerely,

A handwritten signature in black ink that reads "Karl Morell". The signature is written in a cursive style with a large, stylized "K" and "M".

Karl Morell

Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Date: 9/30/98

Karl Morell
Ball Janik LLP
1455 F Street, NW., Ste. 225
Washington, DC., 20005

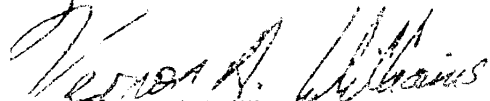
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 9/30/98 at 2:30PM , and

assigned recordation number(s). 19073-A and 19295-A.

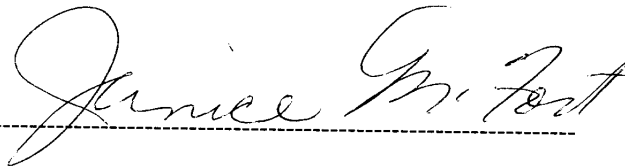
Sincerely Yours,


Vernon A. Williams

Enclosure(s) (2)
52.00

\$_____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature-----



RECORDATION NO. 19295-A FILED

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RELEASE

Wells Fargo Bank (Colorado), N.A., formerly First Interstate Bank of Denver, N.A., a national banking association with a mailing address of 633 Seventeenth Street, Denver, CO 80270, hereby releases all of its right, title and interest in and to, the following locomotives:

NCRC 5315
NCRC 5332

The document to which this RELEASE relates was recorded with the Interstate Commerce Commission on March 13, 1995 under Recordation Number 19295 which recorded a lien on certain specified locomotives, including road numbers 5315 and 5332, and on all locomotives of OmniTRAX "now owned or hereafter owned & financed by" First Interstate Bank of Denver, N.A.

IN WITNESS WHEREOF, WELLS FARGO BANK, N.A., formerly FIRST INTERSTATE BANK OF DENVER, has caused this RELEASE to be signed as of September 29, 1998.

WELLS FARGO BANK, N.A.

By: Tracey A. Hanson
Title: VP

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

I, the undersigned, a Notary Public in and for the said County, in the State aforesaid, do hereby certify that Tracey A. Hanson, as Vice President of Wells Fargo Bank, N.A., formerly First Interstate Bank of Denver, N.A., who is personally known to me to be the same person whose name is subscribed to the foregoing instrument appeared before me this day in person and acknowledged that Tracey signed and delivered the said instrument as Tracey's own free and voluntary act and as the free and voluntary act of said association, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal, this 29th day of September, 1998.



Diane C. Wagner
Notary Public

MY COMMISSION EXPIRES:
JUNE 14, 2000